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1 be done quarterly, so that's what I put down.

2 BY MR. SHOOK:

3 Q. You filled out a form for Buzz Telecom  
4 just to get something in front of the FCC?

5 A. Just to make sure that they were  
6 registered and the process was started when it  
7 was supposed to be started. So it didn't wind up  
8 being something that was, say, this year and it's  
9 already three quarters behind. I wanted to make  
10 sure it was started on time.

11 Q. Other than the two documents that we  
12 had looked at previously, the June 26 document  
13 from yourself and the July 5 document from  
14 Kurtis, are you aware of any discussions  
15 involving the need to file FCC form 399-A or Q?

16 MR. HAWA: 499.

17 MR. SHOOK: 499. Did I say 399? 499.

18 THE WITNESS: See, it's easy to get  
19 confused on these forms.

20 MR. SHOOK: Absolutely.

21 THE WITNESS: No. No, I'm not. I'm

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1 pretty sure that it was turned over to Kurtis.  
2 At this point, I knew that I was no longer going  
3 to be there, so I thought it was best to leave it  
4 to him and the professionals.

5 BY MR. SHOOK:

6 Q. At this point, you're talking about  
7 the October, 2002 time frame?

8 A. Yes.

9 Q. Which is related to the preparation  
10 and filing of the 499-A for Buzz?

11 A. Correct.

12 Q. The next document I want to show you  
13 is Bate Stamp 00705. There's some handwriting on  
14 it, so it's not entirely clear to me what the  
15 date is. But it appears to be 7-8-02.

16 A. What this looks like is, I wrote an  
17 initial letter to Kurtis and Keanan. Keanan  
18 responded. So my response was to write a rough  
19 draft and forward it to Kurtis. And then I would  
20 assume that I got it red-penned, a copy of a  
21 letter back to him. And then it would be

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1 finalized and I would send it out.

2 Q. And this concerns something going on  
3 with the Maine PCU.

4 A. Slamming complaints from the State of  
5 Maine.

6 Q. Do you remember anything specific  
7 about what the Maine PUC was concerned about?

8 A. I think we had a similar problem to  
9 that in Vermont where we had something missing  
10 from the verification scripts. So we were  
11 sending them over taped verifications, but they  
12 didn't find them valid.

13 Q. And apparently, there's a fairly large  
14 number of complaints?

15 A. Uh-huh. I don't remember the exact  
16 number. We had almost 100 complaints in Alabama,  
17 so I guess it would be around that number.

18 Q. In terms of the handwritten note that  
19 appears from Keanan, it looks like it's dated  
20 7-12, he's asking you to do something.

21 A. What I'm saying to them is, "Do you

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1 want me to -- here's all the information. Do you  
2 want to write a response." The reason I sent  
3 this is because Kurtis had recently before this  
4 taken the Kansas information from me and written  
5 his own response. So I was giving him the  
6 opportunity to do so again. Keanan wanted me to  
7 just write a letter and let Kurtis review it.  
8 And if he liked it or didn't like it, he could  
9 scratch it out and I would make the changes he  
10 would request. Usually, I would write a  
11 rough-draft letter in any situation and give it  
12 to them. And they would change as they thought  
13 appropriate.

14 Q. The next document bears a date of  
15 7-18-02. It's Bate Stamp 00701.

16 A. This is, again, concerning Mike  
17 Norville, the complaints.

18 Q. And Tom Greenberg (phonetic) is who?

19 A. He was our attorney at the time for  
20 EEOC matters.

21 Q. And in terms of the people this is

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1 sent to, the board, that's supposed to be Kurtis  
2 and Keanan?  
3 A. Yes.  
4 Q. And CA is you?  
5 A. Yes.  
6 Q. The next document I'm going to show  
7 you is Bate Stamp 00700 dated 7-18-02.  
8 A. Russ Millbranth is or was at the time  
9 our attorney handled corporate issues like  
10 updating our books and that type of thing. What  
11 we had done is, I had drafted agreements between  
12 Avatar and all the other companies just to try to  
13 differentiate what went where. And we had turned  
14 over those agreements and all of our corporate  
15 books to him. And he was rewriting them do be  
16 what Kurtis and Keanan wanted. So that's just me  
17 telling them that I was giving him books and as  
18 much information as he needed.  
19 Q. So you're simply updating Keanan on a  
20 situation involving the corporate books?  
21 A. Basically, yes. I would -- if

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1 something went to an attorney, I would be their  
2 contact to get them any information they needed.  
3 And then when they wanted to work on specifics,  
4 they would call Kurtis and Keanan and sort it  
5 out.  
6 Q. So in terms of president, the  
7 president is Keanan?  
8 A. Uh-huh.  
9 Q. And then the cc for the COB, that  
10 means that a copy was sent to Kurtis?  
11 A. Correct. At various times, I would  
12 report to one or the other. It would kind of  
13 depend who was in town or who was out for a  
14 period. But I would specifically report to  
15 Keanan for a period, then to Kurtis. And  
16 typically when I was reporting to Keanan, I would  
17 always cc Kurtis so he could be kept up on what  
18 was going on.  
19 Q. The next document I want to show you  
20 is dated July 20, 2002. And it's Bate Stamp  
21 00693.

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1 A. This is a note. I had sent Keanan a  
2 note requesting that we implement a scrubbing  
3 system for leads because we were calling people  
4 who were either on do not call lists or what have  
5 you. And I thought that we should implement a  
6 system. And he felt that I should implement the  
7 system. I felt that it was the responsibility of  
8 our operations people because they actually did  
9 all of our programming and handled our database.  
10 And I didn't have the knowledge to do it. So  
11 he's sending the note back saying basically, you  
12 do it.  
13 Q. So he's basically telling you to do  
14 something, but not necessarily giving you what  
15 you needed in order to get it done?  
16 A. Yes. He kind of wanted me to figure  
17 it out.  
18 Q. The next document is Bate Stamp 00697.  
19 It's dated July 23, 2002.  
20 A. This was written by Kurtis. Basically  
21 what he's saying is that we're not handling the

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1 information coming from the EEOC in a timely  
2 manner. The reason that I walked the letter in  
3 to him and showed him is because I had just  
4 gotten it from Tom Greenberg (phonetic). Tom,  
5 being our attorney on those kind of matters, I  
6 kind of trusted his opinion for the speed with  
7 which something had to get in. And he told me  
8 that he had requested the time already. So, I  
9 guess, Kurtis felt that we were not rushing  
10 things along the way that it should have been  
11 done.  
12 Q. When you mentioned that Tom had  
13 already requested a different time, are you  
14 referring to the response that had to be filed  
15 and that he had already received an extension of  
16 time to file that response?  
17 A. He left a message for his contact at  
18 the EEOC requesting a response which he  
19 conditioned a guarantee that they would issue it.  
20 That was standard protocol. He had not received  
21 a response yet. He received it a day or two

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1 later and it was granted. And then another  
2 extension and then another extension. I guess  
3 it's common that that happens.

4 Q. So, in fact, the matter referred to  
5 here by Kurtis was not actually late?

6 A. It wasn't late. It was technically  
7 late according to the letter. And Kurtis just  
8 wanted to, I guess, you know, tell us to get  
9 going on it. He wanted it handled faster than it  
10 was being handled.

11 Q. The next document that I want you to  
12 take a look has Bate Stamp Numbers 00841 and  
13 00842. It appears to be a draft letter. It  
14 bears the date of July 24, 2002.

15 A. This is the response letter that we  
16 previously discussed.

17 Q. Was this letter actually -- or a  
18 variant of this letter actually sent to the State  
19 of Maine?

20 A. I don't remember if it was exactly  
21 that one. But something of that nature went to

1 Maine at this point that you're going to  
2 discontinue that practice?

3 A. Yes.

4 Q. Or you had discontinued that practice?

5 A. We had discontinued, yes.

6 Q. And that discontinuance was for all  
7 customers or simply customers in the State of  
8 Maine?

9 A. I believe in the State of Maine.

10 Q. But it continued with respect to other  
11 customers for a period of time?

12 A. I believe so.

13 Q. Do you know whether the practice  
14 continued up to the time that you left the  
15 company?

16 A. I don't know. I would assume that it  
17 did. I know that in specific areas, I would send  
18 a note and ask that it not happen. And they  
19 would stop doing it. The State of Maine, what  
20 they wanted us to do was call each customer back  
21 and reverify. And I made that suggestion. And

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1 them, yes.

2 Q. This letter is meant to do what?

3 A. More than anything else, just begin  
4 the discussions on how we were going to handle  
5 the situation.

6 Q. In terms of the slamming complaints?

7 A. Yes.

8 Q. So among other things, this explains  
9 to the State of Maine the process that Business  
10 Options had used to verify?

11 A. Correct.

12 Q. There's a -- the fourth paragraph in,  
13 the first sentence reads "We have discontinued  
14 the practice of resubmitting orders of customers  
15 who have dropped off of our service." What is  
16 that all about?

17 A. That is, again, the reprovisioning of  
18 people who had been off -- they were on for a  
19 week or so and then dropped off. And we  
20 reprovisioned them.

21 Q. And so you're informing the State of

1 that was considered not time effective. So I  
2 asked them to just stop doing it period. And  
3 they did so.

4 Q. "They," being the salespeople or the  
5 people under Elizabeth?

6 A. The people under Elizabeth. They  
7 would have had to call, it would have been  
8 Shalanda Robinson. And basically the people who  
9 have called would have been the customer service  
10 representatives. They would have called and  
11 said, "We're going to reprovision you." And they  
12 didn't see that it was time effective in  
13 accordance with the cost and the income that we  
14 would derive from it.

15 Q. Taking a look at the paragraph that  
16 begins toward the bottom of the pages and carries  
17 over to the next sentence where it speaks of "Any  
18 sales representative who dealt with a customer in  
19 a deceptive fashion." What is -- how did you  
20 come to that knowledge?

21 A. Because of the taping. We would

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1 listen to their tapes. And some you would  
2 hear -- some reps would say, "This is so-and-so  
3 from Business Options. I'm calling to sell you  
4 the AT&T product." Or something like that. And  
5 once you hear that, they had to be fired  
6 immediately. And you have people who do that.  
7 So as soon as we would hear something like that,  
8 they were gone.

9 Q. Who would actually do the -- this is  
10 in July of 2002. Who would do the firing at that  
11 point of such individuals?

12 A. It would have been Kelly Adwell if she  
13 was still with the company or Gene.

14 Q. Did Kelly Adwell report to Gene?

15 A. Yes.

16 Q. For what period of time did Kelly  
17 report to Gene?

18 A. From his start until she left the  
19 company. I think that he started sometime in  
20 May. And she was there for two or three months  
21 before she left.

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1 Q. The next document I want to show you  
2 is dated 8-5-02. It's Bate Stamp 00989. It  
3 appears that there are some other documents that  
4 go with it. So let me hand you those. Bate  
5 Stamp 00990 through 00993.

6 A. If I remember correctly, this was a  
7 program where we were going to, once we had  
8 someone on our service, go through our database  
9 of customers and sell them websites and web  
10 hosting, web design, that kind of thing. And  
11 this was -- what we did is, we requested some  
12 information from USBI about fees. They said,  
13 "Well, if you're going to charge fees on  
14 someone's telephone bill, you have to get  
15 scripts, welcome letter, everything approved by  
16 us." And that's why that went out to USBI.

17 Q. And in terms of the compliance report,  
18 to whom it was directed, COB would be Kurtis?

19 A. Correct.

20 Q. And via A/COB, what's that?

21 A. Assistant chairman of the board.

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1 That's basically his administrative assistant.

2 Q. And then underneath the underlined  
3 corporate affairs, that would be you?

4 A. That's me, correct.

5 (A short break was taken.)

6 Q. The next document I'm going to show  
7 you is a five-page document. It's Bate Stamp  
8 00817 through 00821. I only have a couple of  
9 questions. And the first one is, have you ever  
10 seen this letter before?

11 A. I can't say that I've seen this  
12 specific letter before. But I have seen letters  
13 concerning the Josh Child's (phonetic) incident.

14 Q. And Thomas Greenberg is whom?

15 A. He's our attorney that handles  
16 anything concerning human resources or EEOC or  
17 anything like that.

18 Q. In terms of the -- the part that I'd  
19 like you to focus on is subpart A which talks  
20 about the respondent's and the employer's  
21 business. If you could, just read that material

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1 to yourself.

2 (Witness Reviewing Document).

3 Q. Do you know the source of Mr.  
4 Greenberg's information?

5 A. Me, more than likely.

6 Q. More than likely?

7 A. Myself or Kurtis. We're the only ones  
8 who ever spoke to him.

9 Q. From what you've read there, would it  
10 be your belief that the information that Mr.  
11 Greenberg has stated is accurate?

12 A. Yes.

13 Q. Next is a memo dated 9-4-02. It's  
14 Bate Stamp 00890. It looks like it's to COB and  
15 it's from CA. What is going on here?

16 A. This is the case in Maine where they  
17 had slamming complaints. And I had a conference  
18 call with the representatives there basically to  
19 try to step forward on sorting out the case.

20 Q. And it's -- according to this memo,  
21 it's Maine's position that there are 76 clear

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1 violations of whatever?

2 A. Yes.

3 Q. Toward the end, there's a reference to  
4 the sales manager at the time has been dismissed  
5 although Mike was actually the sales manager for  
6 most of the period, I believe, that Albert had  
7 blatantly allowed the staff to lie. Who is the  
8 Mike referring to?

9 A. Mike Norville.

10 Q. And the reference to the sales  
11 manager, who was that supposed to be?

12 A. Mike was the sales manager for a time  
13 before he got promoted. Albert Peers was a sales  
14 manager for a very short period of time. He was  
15 promoted after Mike's indefinite suspension. And  
16 he wrote his own script that he distributed to  
17 the staff without our knowledge. It was just a  
18 blatant, "I'm calling from AT&T" type of script.  
19 And he called Maine -- I think it was just Maine,  
20 possibly Maine and Vermont -- for a couple of  
21 weeks. We discovered the script and fired him.

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1 Q. Who is the "we"?

2 A. Somebody from verifications brought it  
3 to, I think, they brought it to Gene's attention.  
4 And he came and asked me if I had approved any  
5 changes to the script. I said no. They went in  
6 and discussed it with Albert. And Albert felt  
7 that he had the right to change the script to  
8 anything he wanted to get sales numbers. He  
9 wasn't. So he was dismissed.

10 Q. Do you have any knowledge as to  
11 whether the sales script in question came to  
12 anybody else's attention besides Gene and  
13 yourself?

14 A. I know that it came to Kurtis and  
15 Keanan's attention after we discovered it. I  
16 think Kurtis was actually the person who fired  
17 the guy. As far as I know, nobody in any  
18 managerial position besides Albert and  
19 potentially Kathy Olive had any knowledge of it  
20 until we found out.

21 Q. And the person that you were talking

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1 about being fired, that's Albert?

2 A. Albert Peers, P-E-E-R-S.

3 Q. This is a real long shot here, do you  
4 happen to know if he's still in the area?

5 A. I have no idea.

6 Q. He's the not a guy you've kept up  
7 with?

8 A. No. He was with us probably for a  
9 two-month period. And he was high sales. And we  
10 were looking for somebody who was an older guy  
11 probably in his mid or late 30s compared to the  
12 rest of our sales staff. And he had constantly  
13 been asking to be put in a managerial position.  
14 And they elected to do so.

15 Q. And "they" is whom?

16 A. Kurtis and Keanan.

17 Q. From what you're telling me, I'm  
18 drawing the inference that you and Gene did not  
19 find out about the problematic sales script until  
20 after the State of Maine brought it to the  
21 attention of the company?

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1 A. Correct. Well, no. I think we found  
2 out before they brought it to our attention, but  
3 just before. I think that we were going through  
4 the internal turmoil, figuring out what to do  
5 when they called and said, "Hey, we got a bunch  
6 of complaints." And then we had to deal with  
7 that also.

8 Q. Did you actually see the sales script  
9 that made the reference to AT&T?

10 A. I don't remember if it was  
11 specifically AT&T. But they were claiming that  
12 they were one of the big three. I saw a copy of  
13 it. Basically what he did is, he had made a lot  
14 of sales. And people would come up and say,  
15 "Hey, what are you doing that you can make these  
16 sales?" He'd say, "Well, let me write something  
17 down for you." So he'd write out the script for  
18 them and give it to them. And then someone to  
19 come to them and say, "Hey, why as you doing  
20 this?" So in that way, it got disseminated to  
21 most of the staff. There were certain staff

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1 members who had been with us for a while who  
2 said, "I'm not going to use that script" because  
3 they knew better. But salespeople, especially  
4 telemarketers, are not a very disciplined group  
5 to begin with. So if we were on them constantly,  
6 it was very easy for things to get out of hand  
7 very quickly.

8 Q. And this activity with respect to  
9 Albert occurred under Gene's watch?

10 A. I don't think Gene was there when he  
11 got started. This is -- Albert worked as the  
12 sales manager. He worked for Kurtis. Kurtis  
13 would have then been the VP of sales just because  
14 there was no person in that slot.

15 Q. Did this take place during the period  
16 of time after you were no longer VP of  
17 administration?

18 A. Correct.

19 Q. But before Gene came on the scene?

20 A. I think it started before Gene. He  
21 may have gotten there right as we were sorting it

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1 out.

2 Q. But Gene knew that Albert had done  
3 this?

4 A. No. He found out. He found out and  
5 brought it to me. As soon as he found out, he  
6 put an end to it. He didn't know of it  
7 while it was occurring.

8 Q. Did Gene fire Albert?

9 A. I don't know if Gene fired him or  
10 Kurtis fired him.

11 Q. But the firing took place while Gene  
12 was VP of administration?

13 A. I believe so.

14 Q. If there's a personnel record, of  
15 course it would reflect the time, the exact time?

16 A. Yes. I know that I didn't fire him.  
17 The possibilities are Gene and Kurtis. Possibly  
18 Kelly Adwell, but probably not because he was a  
19 manager. And usually you wouldn't have a manager  
20 fire another manager. So I would assume that  
21 Kurtis or Gene did it.

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1 Q. All the cc's on the bottom, the cc to  
2 the president, is that supposed to be Keanan?

3 A. Yes.

4 Q. And VPX, who is that supposed to be at  
5 this time?

6 A. Kurtis at that time.

7 Q. VPA would be Gene?

8 A. Uh-huh.

9 Q. And VPO would be Elizabeth?

10 A. Yes.

11 Q. The next document I want to show you  
12 is dated 10-2-02. It's Bate Stamp 00688.

13 A.

14 (Witness Reviewing Document.)

15 Q. In terms of "to the board," is that  
16 supposed to be Kurtis and Keanan?

17 A. Correct.

18 Q. Anybody else?

19 A. No.

20 Q. CA is you?

21 A. Yes.

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1 Q. And the cc's, again, the VPA would be  
2 Gene, the VPO would be Elizabeth and VPX would  
3 be?

4 A. Kurtis.

5 Q. Kurtis.

6 A. No. Unless -- in October, by then,  
7 Mike was back in that position.

8 Q. Mike, as in Norville?

9 A. Mike Norville, yes.

10 Q. And you're updating the Tennessee  
11 situation. What's going on with Tennessee?

12 A. The State of Tennessee, our licensing  
13 with their PUC was revoked almost immediately  
14 back in '96 or '97 when they got licensed, we  
15 were not aware of this. We were selling there.  
16 And we got a couple complaints. And they said,  
17 "Hey, wait a second. You guys are not licensed."  
18 The reason it was revoked is because you have to  
19 issue a surety bond to the state. We did not do  
20 so. So I went through the process of getting  
21 relicensed. And this is saying -- telling them

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1 basically that we have a surety bond. It's being  
2 done. And then we'll be okay to sell there  
3 again.

4 Q. I tried to keep this chronological and  
5 I messed up a little bit here. What I'm going to  
6 show you now is a document that bears a date of  
7 September 5, 2002. And it's Bate Stamp Numbers  
8 05512 through 05524.

9 (Witness Reviewing Document).

10 Q. In addition to all the other wonderful  
11 things we've been talking about, you have to be  
12 involved in tariffs?

13 A. Yes.

14 Q. What exactly are we looking at here?

15 A. That looks like our implication to be  
16 licensed as a resaler in Nevada.

17 Q. And this was a document that you  
18 prepared?

19 A. Yes.

20 Q. And the first page bears your  
21 signature?

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1 A. Correct.

2 Q. Also on the next page, your signature?

3 A. Yes.

4 Q. When we go to attachment B, Bate Stamp  
5 05516 and it goes through 05518, can you tell me  
6 how it was that the financial statement or the  
7 financial information was derived?

8 A. From -- Buzz assumed all of the assets  
9 and liabilities of U.S. Bell.

10 Q. Was there a contract of some kind  
11 whereby that took place?

12 A. That is one of the things that Russ  
13 Millbranth was working on, on that previous memo  
14 that we talked about. But it was put in writing  
15 that that's how it worked. To my knowledge, I  
16 don't remember seeing this specific document, but  
17 that was one of the things.

18 Q. The basic idea was that everything  
19 that U.S. Bell had would be transferred lock,  
20 stock and barrel to Buzz?

21 A. Correct.

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1 Q. And, I guess, not only everything, but  
2 everybody. Is that why, with respect to the wage  
3 and tax statements for the year 2002, that you  
4 kindly brought -- it shows that you worked for  
5 two different companies, one being U.S. Bell and  
6 the other being Buzz Telecom?

7 A. That's correct.

8 Q. So at some point, your paychecks  
9 stopped being U.S. Bell paychecks and became  
10 Buzz Telecom paychecks?

11 A. Yes.

12 Q. But nothing else changed?

13 A. Nothing else really changed, no. The  
14 sign on the door.

15 Q. From U.S. Bell to Buzz Telecom?

16 A. Yes. But that was important because  
17 of the issue with the Southwestern Bell because  
18 they wanted to ensure that every bit of signage,  
19 letterhead, et cetera was changed. So that was  
20 mostly for the fulfillment of that obligation.

21 Q. So that's why U.S. Bell has

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1 disappeared from the face of the earth?

2 A. Correct. It was a much better name  
3 than Buzz.

4 Q. So when we go to Bate Stamp page  
5 05518, which is under the Buzz Telecom  
6 profit-and-loss portion. And you go to total  
7 income, is that the income that has come in with  
8 respect to the sale of Business Options'  
9 products?

10 A. That would be my assumption, yes.

11 Q. Do you have any reason to believe that  
12 it's anything else?

13 A. No. Again, if the agreements were  
14 written up as I understood them to be by Russ  
15 Millbranth, it would have been the agreement for  
16 Buzz to use the Business Options' licenses and  
17 agreements to derive income.

18 Q. Okay. But so far as you know, you've  
19 never seen such a document?

20 A. Never saw that, no.

21 Q. The next document I want to show you

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1 is Bate Stamp 00692. The date is 10-02. The  
2 president is who?  
3 **A. Kcanan.**  
4 **Q. And the cc for the COB, the COB is**  
5 **Kurtis?**  
6 **A. Correct.**  
7 **Q. So as of October of 2002, you knew at**  
8 **that point that you were going to be leaving the**  
9 **company's employ in the not too distant future?**  
10 **A. I believe I issued my resignation**  
11 **sometime in early September. The initial**  
12 **agreement was that I would stay on until the**  
13 **first of the year, 2003. That date was moved up**  
14 **to November 1 of 2002. And what I was trying to**  
15 **do is -- it looks you some things that I wrote**  
16 **up. I tried to -- the last month or so that I**  
17 **was there, for the most part just write up the**  
18 **things that I had been doing so the next person**  
19 **could do them. And I wanted to recommend to them**  
20 **how to replace me. So I thought that would be**  
21 **the most efficient way to do so.**

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1 **Q. Was there ever a discussion that your**  
2 **replacement should actually be an in-house**  
3 **lawyer?**  
4 **A. There was. But I think there were**  
5 **financial considerations concerning, you know,**  
6 **they couldn't afford an attorney.**  
7 **Q. Do we understand the term "Pennywise**  
8 **and pound foolish?"**  
9 **A. Yes. I recommended a CPA because at**  
10 **that time, they were wanting me to work on a lot**  
11 **of tax issues. They wanted to eliminate the CPA**  
12 **that we were using. And at least someone who had**  
13 **some kind of legal experiences.**  
14 **Q. Do you know whether or not your**  
15 **recommendations were followed?**  
16 **A. Shannon, who was hired about a week**  
17 **before I left, had, I believe, some type of**  
18 **experience as a legal aid or something like that.**  
19 **I don't remember exactly what. There was no**  
20 **accountant hired when I left.**  
21 **Q. You probably made -- I think you just**

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1 made reference to or you eluded to the document  
2 that I'm now going to give you. It's dated  
3 10-3-02. It's Bate Stamp Numbers 01004 through  
4 01008.  
5 **A. This is a document I wrote that**  
6 **basically outlined everything that was out --**  
7 **needed to be done. When I wrote this, my**  
8 **understanding was that I was staying until the**  
9 **first of the year. So this was basically a**  
10 **three-month outline of what I could complete or I**  
11 **felt I could come close to completing in that**  
12 **amount of time. As it turned out, I only had a**  
13 **few weeks to do what I could on here. And I**  
14 **spent much of my time writing up directives and**  
15 **policies that would allow someone else to do what**  
16 **I was doing.**  
17 **Q. I sort of scanned through this. And**  
18 **certainly, you can take a look through it too.**  
19 **In looking through it, I didn't see anything in**  
20 **here about Federal Universal Service.**  
21 **A. I don't believe there is because that**

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1 **was something Kurtis was going to handle. I**  
2 **believe that once we discussed it, I assumed that**  
3 **he was going to handle it.**  
4 **Q. Other than the preparation and filing**  
5 **of that form, FCC form 499-A that we've already**  
6 **seen?**  
7 **A. Correct.**  
8 **Q. Which occurred roughly about this**  
9 **time?**  
10 **A. Yes. A little bit after this. And**  
11 **that was -- there were many items that don't**  
12 **appear on here that I completed during those last**  
13 **few weeks that came up as a "Hey Bill, can you**  
14 **get this done." So I would do it.**  
15 **Q. This is dated October 7, 2002. And it**  
16 **looks like it's sent to the CA. It's Bate Stamp**  
17 **00660.**  
18 **A. This is just him basically telling me**  
19 **not to work on all that other stuff. Instead,**  
20 **write up some directives and things. And once we**  
21 **have a replacement, you can go.**



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1 Q. And as far as the reference here to  
2 Gene, that's Gene Chill?  
3 A. Yes.  
4 Q. Gene Chill is currently looking for a  
5 legal-type person and an CPA?  
6 A. Yes.  
7 Q. And then once Gene has the replacement  
8 ready to start, you're to take two to three days  
9 to train them?  
10 A. Yes.  
11 Q. And that is what happened basically?  
12 A. I took a few days to train Shannon on  
13 some basics. And my departure date changed  
14 during this last month seven or eight times. And  
15 we finally got to the point where all of us were  
16 fed up with it changing, so we came up with a  
17 November 1 date no matter what. Believe me, they  
18 were trying to hire someone. Gene was working  
19 very hard. But they got Shannon, luckily, who I  
20 think is very capable. And I think what I  
21 actually got to train her on was handling some

1 signed before I left. And payments for severance  
2 were in a severance package that they compiled  
3 for me that was initially going to be paid on a  
4 monthly basis over a few months. And they  
5 actually paid it all out at once.  
6 Q. So in terms of who it's addressed to,  
7 the VPA is Gene Chill?  
8 A. Yes.  
9 Q. And corporate affairs is you?  
10 A. Correct.  
11 Q. You had made reference to a divisional  
12 directive or divisional directives. The  
13 documents I'm going to show you are not Bate  
14 Stamped. But they are dated at about the time  
15 that we're talking about here. This particular  
16 document is three pages in length. And it  
17 concerns tariffs.  
18 A. I'm familiar with this.  
19 Q. What is it?  
20 A. It's basically a simple directive on  
21 how to create a tariff when we're getting

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1 complaints and doing the state, USF reports and  
2 that's about it. And I wrote up -- and I think I  
3 told her if you need any help, speak to Kurt or  
4 Keanan. And I gave her my phone number to call  
5 me. And I think she called me twice in the  
6 following couple weeks. And that was it.  
7 Q. She did. What did she call you about?  
8 A. She called me to ask me where -- she  
9 called me to ask me what our tax ID number was.  
10 And she called me to ask me where something was  
11 in the computer, a letter or something.  
12 Q. Did she ever bring to your attention  
13 that the FCC had sent an inquiry that focussed on  
14 complaints from the Maine PUC?  
15 A. No. I didn't have a phone call with  
16 her that was more than two minutes long.  
17 Q. This is dated 10-14-02. It's Bate  
18 Stamp 00664.  
19 A. This is just one of the hop, skip and  
20 jump on my departure dates. The agreement that's  
21 eluded to is my confidentiality agreement that I

1 licensed in a specific state.  
2 Q. In other words, this would be like the  
3 set of instructions to whomever your successor  
4 was going to be as to how to go about the  
5 process?  
6 A. Correct.  
7 Q. Okay. Because we don't have  
8 photocopying here and we don't have Bate Stamp  
9 references. I think the way -- let's go off the  
10 record for a second.  
11 (Discussion was held off the record.)  
12 Q. So the document we just discussed is  
13 going to be made a part of the deposition as  
14 Exhibit No. 1. It's a three-page document, and  
15 Mr. Brzycki has indicated that he had prepared  
16 this document. And it's dated October 8, 2002,  
17 and it's entitled "Tariffs." I'm handing the  
18 only copy we have here to the court reporter.  
19 (Exhibit No. 1 was marked for  
20 identification.)  
21 MR. SHOOK: I'm going to follow the

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1 procedure for the next several documents. The  
2 next document is a Buzz Telecom divisional  
3 directive dated October 9, 2002. It is entitled  
4 "Certificate of Authority." It's three pages in  
5 length. Is this a document that you prepared?  
6 A. Yes.  
7 Q. And the purpose of it is to do what?  
8 A. Again, to get a company licensed or to  
9 repair any problem that comes up with certificate  
10 of authority in a given state.  
11 Q. When we reach the list of directors  
12 that appear on the second page, there's reference  
13 there to Kurtis and a reference to Keanan. And  
14 it has ownership figures. Do you know where you  
15 got this information from in terms of the  
16 percentages of their ownership?  
17 A. That is, I believe, their ownership of  
18 Avatar and the ownership percentage stays the  
19 same with some small exceptions. But I believe I  
20 got that from Kurtis and Keanan.  
21 MR. SHOOK: We're going to make this

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1 three-page document Exhibit 2. I'm handing the  
2 only copy to the court reporter.  
3 (Exhibit No. 2 was marked for  
4 identification.)  
5 BY MR. SHOOK:  
6 Q. Next is a Buzz Telecom divisional  
7 directive, dated October 10, 2002. And the title  
8 is "Certificate of Public Necessity and  
9 Convenience." It is three pages in length. Is  
10 this a document that you prepared?  
11 A. Yes.  
12 Q. Again, for the purpose of educating  
13 your successor on what it is that he or she  
14 needed to do?  
15 A. Correct.  
16 MR. SHOOK: I'm going to make this  
17 document Exhibit No. 3. I'm handing the only  
18 copy to the court reporter.  
19 (Exhibit No. 3 was marked for  
20 identification.)  
21 BY MR. SHOOK:

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1 Q. Next is a Buzz Telecom divisional  
2 directive, dated October 14, 2002. It's entitled  
3 "NECA." It's two pages in length. You prepared  
4 this document?  
5 A. Yes.  
6 Q. And it was, again, for the purpose of  
7 educating your successor?  
8 A. Correct.  
9 Q. There are some figures that appear on  
10 the second page. Apparently, they refer to an  
11 example, Kansas?  
12 A. Yes.  
13 Q. Where did those figures come from?  
14 A. They are made up figures.  
15 Q. So they are just to be hypothetical?  
16 A. Yes. Any figures in any of these  
17 documents are hypothetical just to put an example  
18 in.  
19 MR. SHOOK: This is going to be  
20 Exhibit No. 4. I'm handing the only copy to the  
21 court reporter.

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1 (Exhibit No. 4 was marked for  
2 identification.)  
3 BY MR. SHOOK:  
4 Q. The next is Buzz Telecom divisional  
5 directive, dated October 15, 2002. It is  
6 entitled "Federal Licensing." Did you prepare  
7 this document?  
8 A. Yes, I did.  
9 Q. For the purpose of educating your  
10 successor?  
11 A. Correct.  
12 MR. SHOOK: This is going to be  
13 Exhibit No. 5. It's one page in length. I'm  
14 handing it to the court reporter.  
15 (Exhibit No. 5 was marked for  
16 identification.)  
17 BY MR. SHOOK:  
18 Q. The next document is Buzz Telecom  
19 divisional directive, dated October 15, 2002. It  
20 is entitled "Federal Reporting." And then in  
21 parenthesis, form 159. It's two pages in length

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1 only because "Corporate Affairs" manages to carry  
2 over to the second page. Is this a document you  
3 prepared?

4 A. Yes.

5 Q. For the purpose of educating your  
6 successor?

7 A. Yes.

8 MR. SHOOK: This will be Exhibit No.  
9 6. And I'm handing the only copy to the court  
10 reporter.

11 (Exhibit No. 6 was marked for  
12 identification.)

13 BY MR. SHOOK:

14 Q. Next is a Buzz Telecom divisional  
15 directive, dated October 15, 2002. It is  
16 entitled "499 Reporting." It's three pages in  
17 length. You prepared this document?

18 A. Yes.

19 Q. For the purpose of educating your  
20 successor?

21 A. Correct.

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1 MR. SHOOK: This will be deposition  
2 Exhibit No. 7.

3 (Exhibit No. 7 was marked for  
4 identification.)

5 Q. Buzz Telecom divisional directive,  
6 dated October 28, 2002. It's entitled "Annual  
7 Reports." You prepared this document?

8 A. Correct.

9 Q. For the purpose of educating your  
10 successor?

11 A. Correct.

12 Q. I notice this under "Business  
13 Options," the percentage figures for ownership  
14 differ slightly from that which we saw before.  
15 Specifically, it now shows Kurtis holding 70  
16 percent interest and Keanan holding a 28 percent  
17 interest. Do you know how it came do be that the  
18 figures changed from the last document where we  
19 saw such figures?

20 A. The reason is because there were other  
21 owners involved in Business Options when it was

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1 started. And as those owners have dropped out,  
2 the ownership was purchased or separated  
3 differently then it is now with Kurtis and  
4 Keanan. So if someone owned two or three percent  
5 and they wanted to sell, Keanan may have  
6 purchased it to increase his ownership.

7 Q. How is that you would have come to  
8 know what these figures are to place them in this  
9 directive?

10 A. I think I looked in the corporate  
11 books to check the ownership percentages.

12 Q. So this was something you would have  
13 checked the corporate books for as opposed to  
14 simply asking Kurtis and Keanan what their  
15 ownership interests were?

16 A. Yes. Just because I had the books in  
17 my office and I could just crack them open and  
18 take a look at them.

19 MR. SHOOK: The two-page document is  
20 going to be Exhibit 8.

21 (Exhibit 8 was marked for

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1 identification.)

2 BY MR. SHOOK:

3 Q. Finally, with respect to this area, at  
4 least, Buzz Telecom divisional directive, dated  
5 October 28, 2002. It's entitled "Company  
6 Relationships." And it's a two-page document.  
7 Did you prepare this document?

8 A. Yes.

9 Q. For the purpose of educating your  
10 successor?

11 A. Correct.

12 Q. In terms of the companies that are  
13 listed here as being owned by Kurtis and Keanan,  
14 we have Business Options Inc., we have Buzz  
15 Telecom Corporation, we have U.S. Bell, we have  
16 HBOS/Facilitel/ATS Services. And finally, we  
17 have Galiant Inc., in parenthesis, it's TB-247.  
18 How is it that you that you came to know that all  
19 of these entities were companies owned by Kurtis  
20 and Keanan Kintzel?

21 A. Several of them, I incorporated. And

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1 the others, just through knowledge of the  
2 company.  
3 Q. Were these entities -- were all of the  
4 entities ones for which you maintain any kind of  
5 corporate records or corporate books?  
6 A. The end of my tenure there, yes.  
7 Q. The end of your tenure from about when  
8 to when?  
9 A. April to October of 2002.  
10 Q. That period of time when you were  
11 responsible for corporate affairs?  
12 A. Correct.  
13 Q. There are little write-ups that follow  
14 the question, "What are all of these companies  
15 and what do they do?" In terms of the  
16 information that appears for each of those  
17 companies, how did you derive that information?  
18 A. From knowledge of the company.  
19 Q. Is what -- does the material in this  
20 two-page document that details what it is the  
21 five different companies do, was that information

1 Q. So this is just pretty much where  
2 files are?  
3 A. He had asked me where a few things  
4 were just before that. So I thought I'd write it  
5 all down for him to make it simple.  
6 Q. And it was at this point in time,  
7 October of 2002, that Keanan was coming into the  
8 office at least on a part-time basis?  
9 A. Correct.  
10 Q. He was still recovering from whatever  
11 the ailment was that he had?  
12 A. Yes.  
13 Q. Ultimately, you left the employ of  
14 Buzz Telecom pursuant to a severance agreement,  
15 correct?  
16 A. Correct.  
17 Q. And the basic idea of this agreement,  
18 without going into the specific terms, was a  
19 mutual parting of the ways?  
20 A. That's correct.  
21 Q. And that you received certain benefits

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1 run by anybody, reviewed by anybody?  
2 A. No. Just my write-up.  
3 MR. SHOOK: I'd like this as Exhibit  
4 No. 9.  
5 (Exhibit No. 9 was marked for  
6 identification.)  
7 BY MR. SHOOK:  
8 Q. This sort of drops back in time a  
9 little bit. The date is 10-15-02. It's Bate  
10 Stamped 00659. And is this a document that you  
11 prepared?  
12 A. Yes.  
13 Q. And you sent it to the president, who  
14 is Keanan?  
15 A. Correct.  
16 Q. And what is it that you're letting  
17 Keanan know about?  
18 A. I'm trying to let him know where  
19 everything is as my office exists. So if he  
20 needs to come in and pull some information, he  
21 can do so.

1 at the time you left?  
2 A. Correct.  
3 Q. And there were -- what relationship,  
4 if any, were you going to maintain with the  
5 Kurtis and Keanan Kintzel companies following  
6 your departure from their employ?  
7 A. I had no intention of maintaining any  
8 certain relationship. I made myself available  
9 for a month or so if I was needed. I think they  
10 actually asked me to make myself available for 90  
11 days if any training was required. And they  
12 would call me in. And they would pay me to come  
13 in and train somebody if it was needed. I never  
14 got calls to do so. The only calls I received,  
15 as stated previously, were a couple phone calls  
16 from Shannon just asking me some basic questions.  
17 But I had no intention really of continuing any  
18 relationship other than, you know, if I saw them  
19 on the street, "How are you doing?"  
20 Q. Would you characterize the parting as  
21 amicable or less than amicable?

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1 A. I would say amicable.  
2 Q. And by "amicable," I'm using one of my  
3 fancy words to mean at least somewhat friendly.  
4 A. Yes. That's correct.  
5 Q. As opposed to ugly?  
6 A. Not ugly at all.  
7 Q. And what contact, if any, have you had  
8 with Kurtis Kintzel subsequent to your departure  
9 from the employ?  
10 A. I saw him at a restaurant on  
11 Thanksgiving. We've e-mailed back and forth a  
12 few times concerning things that are e-mailed to  
13 me from the states. I spoke to him yesterday  
14 about coming in today just to -- he sent me an  
15 e-mail about it. He said, "I was in there for  
16 about eight hours. So be ready to be in there  
17 for a while." And I called to say, "What?" And  
18 he just told me, "I was in there for a while, so  
19 you should expect to be there well into the  
20 afternoon." And that's really about it.  
21 Q. Have you had any such contacts with

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1 Keanan?  
2 A. I met Keanan one morning. I bumped  
3 into him at Starbucks and talked to him for about  
4 an hour or so. Right over here on Route 30. I  
5 think I also saw him at the restaurant on  
6 Thanksgiving. That's the only contact.  
7 Q. Have you had any contact with Gene  
8 Chill?  
9 A. No.  
10 Q. Sounds like you didn't miss it?  
11 A. I saw him here yesterday. That's  
12 about it.  
13 Q. We're getting close to the end, I  
14 promise. We had talked briefly about the  
15 situation that existed in the State of Vermont.  
16 And I suppose I could have tried to weave that in  
17 while we were going through chronologically. But  
18 I'm just handling it separately here. So I want  
19 to step back in time a little bit now to May of  
20 2002. I'm showing you a document that is Bate  
21 Stamp 08076.

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1 A. Okay.  
2 Q. Did you receive this letter from  
3 Denise Phillips?  
4 A. Yes.  
5 Q. This is a letter from USBI?  
6 A. Correct.  
7 Q. I guess also known as Billing  
8 Concepts?  
9 A. Billing Concepts, I believe, is the  
10 parent company.  
11 Q. What is it that Denise is telling you?  
12 A. What she's telling us is that she's  
13 not going to bill our customers in Vermont.  
14 Q. And that is because?  
15 A. Because we have complaints there.  
16 They were contacted by the PUC or PSC in Vermont.  
17 And they decided that they would not bill any  
18 more customers until they had planned for us to  
19 resolve any issues that we had with the state  
20 Government.  
21 Q. The next document I want to show you

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1 is Bate Stamp 08073. The "Hi, Andrea" note is  
2 something that you did?  
3 A. Yes.  
4 Q. What is it that you're telling Andrea?  
5 A. Just telling her that we have a plan  
6 to resolve any problems that we have in the State  
7 of Vermont so we can continue billing.  
8 Q. And if I remember from an earlier  
9 e-mail, Andrea is not from the State of Vermont,  
10 she's from the Billing Concepts or USBI?  
11 A. Correct. She's our representative  
12 there.  
13 Q. The date -- there's a note here from  
14 Andrea. And that's dated May 15. There no  
15 indication that I can see in terms of when your  
16 note to Andrea is. But I would assume it's  
17 around that period of time.  
18 A. Probably the same day or the next day.  
19 Q. The next document I want to show you  
20 is Bate Stamp 08072. Who is Ben Truman  
21 (phonetic)?

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1 A. Ben Truman is a representative of the  
2 Vermont Government. He is the gentleman who I  
3 dealt with before that I spoke to.

4 Q. So before Sarah Hoffman?

5 A. Yes.

6 Q. Okay.

7 A. I'm sure it was.

8 Q. The next document I want to show you  
9 is Bate Stamp 08071. And it reflects dates of  
10 May 22 and May 23, 2002. This exchange of  
11 e-mails between Amy and Ben, would I be correct  
12 that what this is about is the reprovisioning  
13 aspect of Business Options' practices?

14 A. That's what I would assume, yes.

15 Q. And is it your understanding from this  
16 e-mail that -- this exchange of e-mails that the  
17 opinion of the State of Vermont representative is  
18 that reprovisioning practice is inappropriate?

19 A. Yes.

20 Q. Did you bring this information that  
21 appears in these two e-mails to the attention of

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1 Kurtis or Keanan?

2 A. No. I have not seen this before.

3 Q. You've not seen this?

4 A. Not that I recall.

5 Q. But Amy was your assistant at the  
6 time?

7 A. Yes. She basically handled all the  
8 complaints. And if something were to get more  
9 serious, then she would bring it to me. She  
10 would do most of the front-line work on the  
11 complaints.

12 Q. Would it have been in the ordinary  
13 course that if a state representative told Amy  
14 that the company practice was inappropriate that  
15 she would have brought that to your attention?

16 A. Yes.

17 Q. So did there come a time then when you  
18 became aware that the view of the State of  
19 Vermont was that the reprovisioning practice that  
20 BOI had used with respect to Vermont customers  
21 was inappropriate?

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1 A. Yes.

2 Q. And did you bring that information to  
3 the attention of anybody else?

4 A. I'm sure I discussed it with Kurtis.

5 Q. You don't have any independent  
6 recollection of doing so though?

7 A. No.

8 Q. The next document I want to show you  
9 is two pages. It's Bate Stamp 08096 and 08097.  
10 It's a letter that -- I'm a little confused here  
11 because on the first page, it reflects a date of  
12 July 18. And the second page, it reflects a date  
13 of July 15, 2002. Do you remember receiving this  
14 letter from the State of Vermont?

15 A. Yes.

16 Q. What was your understanding as to  
17 why this letter was sent to you?

18 A. They were not happy with our responses  
19 to their interrogatories. So they made a  
20 decision based on that, that they were going to  
21 ask us to withdraw from the state.

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1 Q. Do you know whether you brought this  
2 letter to the attention of either Kurtis or  
3 Keanan?

4 A. I don't remember specifically, but  
5 that would have been the normal action.

6 Q. In the normal course of business, you  
7 would have brought a matter such as this to the  
8 attention of Kurtis or Keanan?

9 A. Yes.

10 Q. The next document is Bate Stamp 08105.  
11 It's a letter dated July 23, 2002. Did you  
12 receive this letter?

13 A. Yes.

14 Q. And what is this letter telling you?

15 A. It's a response. They had asked --  
16 when we initially had the complaints there, there  
17 were some problems with their tariff. They asked  
18 that we reissue the tariff and make some changes.  
19 I did so. The changes were not exactly what they  
20 were looking for. They sent me that letter.

21 Q. Whatever it was that you sent to the

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1 State of Vermont was then rejected?

2 A. Yes.

3 Q. And what, if anything, did you do as  
4 result of this letter?

5 A. I believe I issued it twice. And  
6 twice, they -- there was something wrong. Not  
7 necessarily with the what was actually in the  
8 pages that I had submitted, it was the from in  
9 which I submitted it. Something like that was  
10 wrong. And after the second time, we had already  
11 gotten to the point where we were -- a legal  
12 action was taking place. And they were telling  
13 us to withdraw from the state. So we  
14 discontinued trying to reach them.

15 Q. The next document I'm going to hand  
16 you is a letter and then a set of information  
17 requests that follow that appear to be related to  
18 it. It's Bate Stamp 08113 through 08121. This  
19 letter and the attachment -- the first set of  
20 information requests, et cetera, you received?

21 A. Correct.

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1 Q. And what did you do as a result of  
2 receiving them?

3 A. I issued the information that was  
4 requested back to the state.

5 Q. In other words, you tried to respond  
6 to their set of information requests?

7 A. Correct.

8 Q. Did anybody review what it was that  
9 you sent in response to the State of Vermont's  
10 information request?

11 A. I don't believe so.

12 Q. Would it have been in the normal  
13 course of your job to respond without review to  
14 such a set of requests?

15 A. Dependent upon what the information  
16 they were requesting, it would have been.  
17 Typically, I would write a letter. Then let  
18 Kurtis review it. And then send it off. And I  
19 don't specifically remember doing so. I remember  
20 generating the information. I'm not sure if I  
21 passed it by Kurtis or not.

1 Q. The next document I'm going to show  
2 you is dated August 26, 2002. The Bate Stamp is  
3 08122. Did you receive this letter?

4 A. Yes.

5 Q. What's going on here?

6 A. We got to the deadline of their  
7 information request. And I was going out of the  
8 office for a few days, so I requested an  
9 extension.

10 Q. So this is a request -- concerning the  
11 request for an extension to respond to whatever  
12 questions it was that the State of Vermont had  
13 sent you?

14 A. Correct.

15 Q. And it makes reference here to medical  
16 tests. What's that all about?

17 A. I was going in for some testing. And  
18 I was going to miss a few days of work, which was  
19 right at the point where we had to have the  
20 information submitted.

21 Q. The next document I'm going to show

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1 you is Bate Stamp 08123 through 08129.

2 A. Okay.

3 Q. Have you seen this document before?

4 A. Yes.

5 Q. And you see the title of it,  
6 "Preliminary Injunction." What, if any,  
7 understanding did you have as to what this  
8 document is supposed to be doing?

9 A. Eliminating our license or agreement  
10 to sell or bill in the State of Vermont.

11 Q. On the very first page at the bottom,  
12 there's a footnote that asserts that BOI did not  
13 attend the hearing and did file a notice of  
14 appearance as of the date that is noted. Is that  
15 assertion accurate so far as you know?

16 A. Yes. I had made some agreements with  
17 the representatives of the Public Service Board  
18 there. And the agreement was that we would work  
19 through it. And everything would be done on a  
20 voluntary basis. Including our withdrawal if  
21 they saw that as necessary. They went ahead and

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1 kind of went legal on us. And it was not  
2 something we were anticipating because we were  
3 going along basically doing everything they asked  
4 us to do.

5 And there was really -- they called  
6 and said, "We're going to have a hearing." And  
7 there was no way for me to go to it. My  
8 assumption was that we were withdrawing from the  
9 state anyway. So I knew what their finding was  
10 going to be, so I said to go ahead and have it.  
11 So they probably told me there wasn't going to be  
12 a hearing, but there was, you know, no purpose in  
13 my mind to go. And I know I discussed that with  
14 Kurtis.

15 Q. You weren't excited about flying to  
16 Vermont?

17 A. No. Vermont sounds probably as good  
18 as Mississippi, but I just wasn't anxious to go  
19 to that one.

20 Q. Your recollection is, that the  
21 possibility of attending the hearing was brought

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1 to Kurtis's attention?

2 A. I told him that there was going to be  
3 a hearing. And he said, "Do you want to go?"  
4 And I said, "No." And he said, "What's going to  
5 happen?" And I said, "They're going to  
6 probably -- we're going to get an injunction and  
7 they're going to tell us not to sell or bill."  
8 And he said, "Are we selling and billing now?"  
9 And I said, "No."

10 Q. So he said, "Fine. Don't go?"

11 A. Absolutely.

12 Q. I'm going to show you Bate Stamp  
13 Numbers 08135 through 08142.

14 A. Okay.

15 Q. The letter and the -- the two-page  
16 letter and then the final stipulation, these were  
17 materials that were sent to you?

18 A. Yes.

19 Q. With respect to the final stipulation,  
20 was that a matter that -- was that a document  
21 that you showed anybody?

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1 A. I issued a copy of it to Kurtis and to  
2 Keanan.

3 Q. And that was to let them know that  
4 there was some agreement in place regarding the  
5 withdrawal of Business Options in Vermont?

6 A. Yes. I had to request money to do the  
7 refunds that are mentioned in the final  
8 stipulation. So I had to inform Kurtis of why I  
9 would make that kind of request. The sum was  
10 \$15,000, I think, and some change. And in order  
11 to get that type of request through for that kind  
12 of money, I had to provide some kind of proof  
13 that it was a legitimate request from a state.

14 Q. And the proof would have been that  
15 final stipulation?

16 A. Yes.

17 Q. Would it be the case that as of  
18 November 26th, 2002, you were no longer  
19 physically at the 8380 Louisiana Street location?

20 A. Correct.

21 Q. You had stopped work there about a

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1 month before?

2 A. My last day, I believe, was November  
3 1.

4 Q. In terms of general office practices  
5 while you were at Business Options, Buzz Telecom,  
6 et cetera, if a fax had been addressed to Kurtis  
7 Kintzel, where would that fax have gone?

8 A. To Kurtis Kintzel.

9 Q. Would it go to, say, his secretary in  
10 the first instance who might have blocked it and  
11 then it off someplace else?

12 A. Anytime when Kurtis had an assistant,  
13 that assistant would filter anything that was  
14 going to him. So it's very possible the fax that  
15 was addressed to him would go to her. And she  
16 would go through it and say, "This is important.  
17 This is not." Kurtis would only look at the  
18 important stuff.

19 Q. So with respect to any fax that was  
20 sent to Kurtis, it is conceivable that whoever  
21 his secretary was could have blocked it and not



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1 shown it to him?  
2 **A. Certainly.**  
3 **Q. But in the ordinary course, if it were**  
4 **important -- let's say it came from a state PUC,**  
5 **anything from a state PUC.**  
6 **A. If it came from a state PUC and I was**  
7 **there, it would have been directed to me**  
8 **typically. No matter who it was addressed to.**  
9 **Also dependent on who pulled it off the fax. At**  
10 **times when Kurtis had an administrative**  
11 **assistant, that person would not only empty his**  
12 **specific fax machine at his office, but also go**  
13 **to his mailbox and empty it. And he would sort**  
14 **through everything in there before he would see**  
15 **anything. And it would be up to that person's**  
16 **judgment. Not only if Kurtis see something, but**  
17 **if it needed to be routed to someone else like me**  
18 **or Keanan or whomever.**

19 **(Discussion held off the record.)**

20 **Q. What I'm showing you next, Mr.**  
21 **Brzycki, is a document dated November 1, 2002.**

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1 **And it is from the Federal Communications**  
2 **Commission. The letter itself, I believe, is six**  
3 **pages in length. And there's a two-page**  
4 **attachment that follows. The first question I**  
5 **have is, have you ever seen this document before?**

6 **A. No.**

7 **Q. Were you aware of its existence prior**  
8 **to today?**

9 **A. No.**

10 **Q. Do you have any knowledge as to**  
11 **whether or not the legal department at Business**  
12 **Options responded to this letter?**

13 **A. No.**

14 **Q. In your tenure as the head of**  
15 **corporate affairs at Business Options, did you**  
16 **ever receive a letter like this from the Federal**  
17 **Communications Commission?**

18 **A. Not from the Federal Communications**  
19 **Commission, no.**

20 **Q. We've gone over some other documents**  
21 **that are similar to this from various states,**

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1 **but --**

2 **A. Yes. Never from the Federal**  
3 **Government.**

4 **Q. Just holding onto the November 1**  
5 **letter for a minute, I'm going to show you**  
6 **another document that's from Business Options**  
7 **dated December 9, 2002. Just glance through**  
8 **that.**

9 **(Witness Reviewing Document.)**

10 **Q. Have you ever seen the response that**  
11 **Business Options sent to the Federal**  
12 **Communications Commissions before?**

13 **A. No.**

14 **Q. Were you aware that such a response**  
15 **had been prepared?**

16 **A. No.**

17 **Q. Keep them both in front of you. I**  
18 **want you to take a look at the questions and then**  
19 **Business Options' answers. Given what you know**  
20 **having worked at corporate affairs in Business**  
21 **Options, was question one responded to fully and**

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1 **accurately by Business Options?**

2 **A. No.**

3 **Q. What is it that you see that leads you**  
4 **to that opinion?**

5 **A. A description of each subsidiary or**  
6 **affiliate identified. I don't see anything**  
7 **identified. A list of officers and directors for**  
8 **each affiliate entity, I don't see any of that.**  
9 **Provide all relevant documents. And I think I**  
10 **saw one, just the State of Illinois. That's it.**  
11 **There seems to be a lot missing.**

12 **Q. If you could, please do the same with**  
13 **respect to question two.**

14 **A. I don't know what the registration**  
15 **requirements are, but I don't know why the**  
16 **certificate of authority from Illinois would be**  
17 **included in a Federal request.**

18 **Q. Moving on to question three. And I**  
19 **recognize question three has a number of**  
20 **subparts. So why don't you take all the time you**  
21 **need before trying to respond.**

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1 (Witness Reviewing Document.)  
2 Q. And also to assist your understanding  
3 with respect to question three, it refers to the  
4 complaints, the list of complaints that are  
5 attached to the letter.  
6 A. From the State of Maine?  
7 Q. Right.  
8 A. They basically didn't answer the  
9 question at all, number three.  
10 Q. What makes you say that?  
11 A. They don't answer anything that's  
12 requested. They're basically saying they did  
13 none of this. And they should have been  
14 addressing each paragraph independently. Dealing  
15 with it in a much more expanded way.  
16 Q. Does that mean that to your  
17 knowledge -- and that, I'm sure has been  
18 bolstered apart by all the documents that we  
19 looked at earlier today. That there were some  
20 switches of some kind that took place post April  
21 1, 2002 with respect to customers that are noted

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1 on the attachment.  
2 A. Yes. Just from my knowledge of the  
3 company, but also, we know that some people were  
4 reprovisioned or whatever the proper term is.  
5 That should have been listed. And those  
6 complaints were in the office.  
7 Q. How is it that somebody in Shannon's  
8 position could have come across the information  
9 necessary to answer question three?  
10 A. It's very possible she did not  
11 understand what was there. But every piece of  
12 documentation that I just wrote that we went  
13 through, she had a copy of.  
14 Q. In other words, the nine directives  
15 that have become exhibits, you had left with her?  
16 A. Correct.  
17 Q. Did you talk about them with her other  
18 to say, "Here they are"?  
19 A. I think I just gave them to her and  
20 told her to call me if she had any questions.  
21 Q. Good luck, amiga?

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1 A. Exactly.  
2 Q. Okay.  
3 A. I don't think that she comes from a  
4 telecommunications background. So it's possible  
5 that she just had no idea. I think she comes  
6 from a military background. But obviously, they  
7 did not respond the way I would have responded if  
8 I'd have been there.  
9 Q. How about question four?  
10 A. Again, there's more information that  
11 they should have included. They did, at least,  
12 provide some of that documentation. But there  
13 are three scripts minimum that have been used.  
14 And also scripts for the previous company. So  
15 you should have at least got a set of Buzz  
16 scripts and a set of U.S. Bell or Business  
17 Options' scripts.  
18 Q. How about question five?  
19 A. Obviously, they're giving you almost  
20 no information that's requested. They're just  
21 giving you a very basic description.

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1 Q. Question six.  
2 A. Again, it's the same thing. They're  
3 not really treating this with the seriousness  
4 that it should have been treated with. And it  
5 looks like they just didn't know what to do.  
6 They went to somebody that's not in legal to ask  
7 for help and someone who really doesn't know.  
8 Q. Are you now referring to the answers  
9 that were provided with respect to seven through  
10 eleven?  
11 A. Yes.  
12 Q. Specifically, with respect to question  
13 seven, take a look at the question and take a  
14 look at the answer provided. And the basic  
15 outstanding question is whether the information  
16 provided in response to the FCC's question was  
17 complete and accurate.  
18 A. No. Certainly not complete, but we  
19 had misrepresentation complaints.  
20 Q. Such as we had talked about with  
21 respect to that person Albert, who is a sales

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1 manager. That had taken place post April 1,  
2 2002?

3 A. That would be a subject I'd have to go  
4 back and look even in the case of these Maine  
5 complaints. At the very minimum over a normal  
6 course of business, you get a misrepresentation  
7 complaint one or two a week without question. No  
8 matter what, people think -- when you call, some  
9 think you're from AT&T or what have you. Even if  
10 they say, "Are you from AT&T?" And you say, "No.  
11 I'm not from AT&T." They hear you say "AT&T."  
12 And if they complain about the sale, that's  
13 misrepresentation.

14 Q. Or at least it could be found to have  
15 been such?

16 A. Right. That would be the way we would  
17 define it if that's the occurrence.

18 Q. Moving on to question eight.

19 A. It may be accurate that he didn't find  
20 any examples. It's kind of a general answer in  
21 "We do have our ears up in monitoring and anyone

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1 on the sales floor for anyone who says AT&T,  
2 Sprint, any name that's recognizable." It's  
3 possible that there are no cited examples of  
4 that. My experience is that you get someone on  
5 the floor typically at least once a month who  
6 thinks that they can get away with that. That's  
7 the kind of people that you hire and fire in that  
8 industry.

9 Q. In order to properly answer question  
10 eight, what kind of research would have been  
11 involved?

12 A. He would have to go in and look at  
13 complaints and see if there was anything there.  
14 And also review employee files to see if anyone  
15 was fired for misrepresentation. And with every  
16 person who is dismissed from the company, a  
17 little form is made out, it's called a routing  
18 out form. And a reason is given why they're  
19 being routed out. Whether it's this person  
20 decided to quit; this person walked off the job;  
21 this person said he was from AT&T; this person

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1 slapped somebody. Whatever the reason that is on  
2 there, he would need to review those. Usually,  
3 those stick out in your memory. Something like a  
4 misrepresentation or a fight or something like  
5 that because they don't happen that often.

6 Q. Given that the letter is inquiring  
7 about activity or instances that occurred after  
8 April 1, and it's my recollection from your  
9 testimony and that of Mr. Chill that he came on  
10 the scene sometime after April 1. What could he  
11 have done to have learned what, if anything, had  
12 transpired prior to his coming on board going  
13 back to April 1?

14 A. He would have had to physically go  
15 through the employee files and physically go  
16 through the complaint files to find that  
17 information predating himself.

18 Q. Moving on to question nine.

19 A. Again, it's the same situation where  
20 he would have to go back and look through the  
21 documents to find it. Unless he had specifically

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1 dismissed somebody or had to deal with it, that's  
2 another thing that happens commonly. The sales  
3 representative will say, "If you say 'no' to any  
4 of the questions, I'm going to get fired." Or  
5 they'll say "They are going to call back and  
6 check on how I'm doing my job." And the person  
7 will take that as "Well, if I say no, they're  
8 going to get in trouble."

9 So a lot of the people that we deal  
10 with are older people because that's who is home  
11 during the day. Potentially more gullible than  
12 the younger crowd. Again, it's all research. He  
13 may be accurate here. From my experience, it's  
14 kind of hard to believe that there were no  
15 instances over that period of time, but he may  
16 just not have known.

17 Q. Question ten. If it doesn't appear on  
18 that page, it wasn't answered.

19 A. Obviously, the information is not  
20 there.

21 Q. Question eleven.

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1 A. His answer to eleven kind of negates  
2 what he said in the other questions because he  
3 says, "Yes. There's somebody that meets what  
4 you're saying," but it's not listed anywhere  
5 above. And he doesn't say what she did to be  
6 dismissed. It's kind of a confusing answer. But  
7 obviously, it's incorrect.

8 Q. Thank you. This is a hypothetical  
9 now, had you received a letter like the November  
10 1, 2002 letter from the Federal Communications  
11 Commissions, would your response have been  
12 reviewed by anyone prior to its being sent to  
13 FCC?

14 A. Certainly. I would have -- I would  
15 have first issued a copy of it to Kurtis asking  
16 him -- you know, "Here's what we got. I'm going  
17 to prepare a response. We'll sit down and go  
18 over the response, rewrite it, and we'll send it  
19 out." And that's what I would have done. I  
20 would have responded to each question, taking it  
21 in to him, let him review verbiage that I used,

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1 what have you. He would red-pen it to what he  
2 wanted specifically. And we would send it out.  
3 I would never send out a letter of that magnitude  
4 without talking to him or Keanan, whomever was  
5 there. Most likely, considering it's an  
6 interrogatory from the Federal Government,  
7 Kurtis.

8 Q. Were you aware that there came a time  
9 when Business Options Inc. filed a Section 63.71  
10 Application with the Federal Communications  
11 Commission relative to the situation that we have  
12 been talking about in the State of Vermont?

13 A. No. What is that?

14 Q. I'm going to show you.

15 A. Okay.

16 Q. This is the document in question and  
17 it also includes as an attachment to it, a  
18 request for waiver. It was filed with the FCC on  
19 December 27, 2002.

20 A. No. I've never seen this.

21 (A short break was taken.)

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1 MR. SHOOK: Happy news, no further  
2 questions from me.

3 MR. HAWA: I'll going to keep it very  
4 brief. I'm going to forgo the bulk of my  
5 questions because James was so thorough and  
6 covered almost everything. And I just wanted to  
7 touch on a couple of points for clarification.  
8 These are all questions related to what you and  
9 James discussed.

10 EXAMINATION

11 BY MR. HAWA:

12 Q. You stated that when you were  
13 originally hired by Business Options or Buzz  
14 Telecom, you received a TV-sized box of  
15 regulatory stuff when you arrived?

16 A. I was originally hired by Creative  
17 Financial Options. And it was after I was  
18 transferred to Business Options and placed in the  
19 vice-president of establishment post that --  
20 Kurtis had an administrative assistant who was  
21 working on that type of thing. When she quit, a

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1 box was delivered to my office. And they said  
2 "Go get 'em." And that box was full of letters  
3 from each state saying, "We need this report. We  
4 need that report."

5 Q. So prior to your arrival, is it fair  
6 to say that things were in disarray from a  
7 regulatory stand point?

8 A. Correct. Not my arrival though, prior  
9 to my being put in that position.

10 Q. Prior to --

11 A. I was with the company, just not  
12 working there.

13 Q. So absent your presence, regulatory  
14 disarray?

15 A. Yes.

16 Q. Is the Code of Federal Regulations  
17 really in the public library?

18 A. Yes. The Lake County Public Library.

19 Q. Really. And you, without any previous  
20 legal experience, went and was able to find the  
21 Code of Federal Regulations and to find the

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1 verification rules?

2 A. Yes. I was to find it, I'm not sure  
3 that I deciphered it correctly. But I found it  
4 and found the sections that pertained to  
5 verifications. I made copies and brought them  
6 back to the office.

7 Q. And you were also trying to figure out  
8 what would be needed in the telemarketing script?

9 A. Yes.

10 Q. But again, you were looking up the  
11 rules, not necessarily able to decipher them?

12 A. Correct.

13 Q. You said it was not uncommon for  
14 telemarketers to say that they were calling on  
15 behalf of some other company. Was that a problem  
16 that you dealt with?

17 A. That's correct.

18 Q. What was the punishment?

19 A. We tried to go with a  
20 three-strikes-and-you're-out system. They would  
21 be warned once and retrained on the script. A

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1 second time, written up. And take another look  
2 at the script until they knew it verbatim. Third  
3 time, they were dismissed. That was not an  
4 absolute, but that was typically what was done  
5 while I was in charge of human resources.

6 Q. Then you also said that telemarketers  
7 would -- knew to do this or learned to do this by  
8 looking at other telemarketers who were having  
9 success. And they would ask them what they were  
10 doing. And then they would duplicate that. And  
11 it may be a while before that practice was  
12 discovered and flushed?

13 A. Correct.

14 Q. Your testimony about Shannon Dennie, I  
15 wasn't quite clear. At one point, I thought you  
16 said you weren't happy with that hire. Not with  
17 her as a person, you said she was fine, I don't  
18 want to suggest otherwise. But at other times,  
19 you said she was smart and you wanted to hire  
20 her. They're necessarily inconsistent, I just  
21 ask for clarification.

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1 A. I recommended that we hire her. I  
2 don't remember saying that I didn't like her.  
3 The person whose hire I was against was Gene  
4 Chill.

5 Q. At one point, counsel for the FCC  
6 asked you -- you made a reference to a  
7 passive-aggressive relationship between you and  
8 Keanan. And it was clarified to mean that  
9 "Keanan seems to have a way of using his  
10 authority to ask other people to do things rather  
11 than do them himself."

12 MR. SHOOK: I was the person who used  
13 passive-aggressive.

14 MR. HAWA: Yes.

15 BY MR. HAWA:

16 Q. Counsel for the FCC was the one who  
17 used passive-aggressive. I think that was  
18 characterized that Keanan Kintzel used his  
19 authority to ask other people to get things done  
20 rather than do them himself.

21 A. My meaning was not that. Keanan did a

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1 great many things himself for the company. What  
2 I was trying to say is, that at some point, he  
3 would be working on something. And he may turn  
4 it over to somebody else to complete it because  
5 he was tired of working on it or frustrated by it  
6 or what have you. And it was not always -- he  
7 wasn't always consistent with what he would do by  
8 himself or turn over to someone else.

9 Q. Let me break that into two parts. In  
10 response to the first part, in your  
11 understanding, isn't it precisely what a senior  
12 executive of a company should do is, rather than  
13 tackle things themselves, but to delegate it to  
14 subordinates within the company?

15 A. Absolutely. Consistently.

16 Q. In your understanding of corporations,  
17 isn't a common thing for executives to give  
18 instructions and give contrary instructions,  
19 think of things one day and forget them the next?

20 A. Is that my experience? Yes, it is.

21 Q. You and Keanan Kintzel were close,

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1 personal friends for more than five years?

2 A. Correct.

3 Q. Are you still close, personal friends?

4 A. No.

5 Q. When did you stop being close,  
6 personal friends?

7 A. Three years ago.

8 Q. What happened that lead you to stop  
9 being close?

10 A. Keanan changed some personal habits.  
11 Bad habits that we both had, going out drinking,  
12 things like that. And I continued to go out  
13 drinking and having fun. And we just -- our  
14 habits grew apart. So we weren't as close as we  
15 were before.

16 Q. You went through a lot of material  
17 with counsel for the FCC. And your tasks seem  
18 daunting, 50 states plus the FCC regulatory  
19 requirements, filings, multiple filings, EEOC  
20 complaints -- complaint, rather. Customer  
21 service, discipline, hiring. So as you went

1 the day I brought it to Kurtis's attention.

2 MR. SHOOK: I think another matter

3 that was clarified was that, in fact, the date

4 had not been missed. It was simply a matter that

5 the EEOC had not responded to a request for

6 extension in a timely enough manner for everyone

7 to know that the deadline had not, in fact, been

8 missed.

9 MR. HAWA: I have nothing further.

10 MR. SHOOK: I have nothing further.

11 Mr. Brzycki, you have the opportunity to review  
12 the deposition and sign it if you wish. If you  
13 don't, it will simply be typed up and sent to  
14 Washington to be included as part of the record  
15 in this proceeding. So basically, if you want to  
16 have a copy sent to you for review purposes and  
17 signing purposes, you can make that arrangement  
18 with the court reporter.

19 THE WITNESS: I don't necessarily need  
20 to.

21 MR. SHOOK: Thank you very much for

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1 through, there were a lot of mistakes revealed in  
2 the course of your performance. Which is  
3 completely understandable, I'm not suggesting  
4 that. But there were a lot of mistakes that  
5 occurred within your realm of responsibility.  
6 Especially, it seems, within the 2001-2002 time  
7 period. Is that yes?

8 A. I haven't heard a question.

9 Q. You made a lot of mistakes?

10 A. I would not say that based on the  
11 amount of work that I did that there were a lot  
12 of mistakes. There certainly were mistakes.  
13 Comparatively speaking with my knowledge of how  
14 the corporation works, I would say that there  
15 were comparatively few mistakes.

16 Q. With respect to that EEOC complaint  
17 where we saw correspondence where it was  
18 suggested that you had missed a deadline. You  
19 were suggesting that it was, in fact, the outside  
20 counsel that missed the deadline.

21 A. I was not aware of the letter until

1 coming.

2 (Reading and signing waived.)

3 (Deposition concluded 3:58 p.m.)

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CERTIFICATE OF REPORTER/NOTARY PUBLIC

STATE OF INDIANA, to wit:

I, NOVA HOLLISTER, a Notary Public of

the State of Indiana, do hereby certify that the

within-named witness personally appeared before

me at the time and place herein set out, and

after having been duly sworn by me, according to

law, was examined by counsel.

I further certify that the examination

was recorded stenographically by me and this

transcript is a true record of the proceedings.

I further certify that I am not of

counsel to any of the parties, nor in any way

interested in the outcome of this action.

As witness my hand and notarial seal

this 28th day of July, 2003.

-----  
Nova Hollister  
Notary Public

My Commission Expires: 07-06-09

**IN THE MATTER OF: BUSINESS OPTIONS, INC.**  
**Deposition of William Brzycki**

**\$1,000 - 8380**  
**July 18, 2003**

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**IN THE MATTER OF: BUSINESS OPTIONS, INC.**  
**Deposition of William Brzycki**

**9 - aware**  
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**IN THE MATTER OF: BUSINESS OPTIONS, INC.**  
**Deposition of William Brzycki**

**changing - correct**  
**July 18, 2003**

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**IN THE MATTER OF: BUSINESS OPTIONS, INC.**  
**Deposition of William Brzycki**

**divisional - externally**  
**July 18, 2003**

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**IN THE MATTER OF: BUSINESS OPTIONS, INC.**  
**Deposition of William Brzycki**

**Gray - interest**  
**July 18, 2003**

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**Deposition of William Brzycki**

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**IN THE MATTER OF: BUSINESS OPTIONS, INC.**  
**Deposition of William Brzycki**

**program - represents**  
**July 18, 2003**

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**IN THE MATTER OF: BUSINESS OPTIONS, INC.**  
**Deposition of William Brzycki**

**reprovision - series**  
**July 18, 2003**

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**IN THE MATTER OF: BUSINESS OPTIONS, INC.**  
**Deposition of William Brzycki**

**serious - staying**  
**July 18, 2003**

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**IN THE MATTER OF: BUSINESS OPTIONS, INC.**  
**Deposition of William Brzycki**

**weekly - zero**  
**July 18, 2003**

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